

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

	X	
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In re	:	Chapter 11
	:	
PHOENIX SERVICES TOPCO, LLC, et al.,	:	Case No. 22-10906 (MFW)
	:	
Debtors.¹	:	(Jointly Administered)
	:	
	:	
	:	Re: Docket No. 854
	X	

**DEBTORS' MOTION FOR ENTRY OF AN ORDER SHORTENING
NOTICE AND OBJECTION PERIODS WITH RESPECT TO DEBTORS'
MOTION FOR ENTRY OF AN ORDER (I) AUTHORIZING THE REJECTION
OF CERTAIN EXECUTORY CONTRACT WITH LATROBE SPECIALTY
STEEL COMPANY, (II) AUTHORIZING THE SALE OF NON-CORE ASSETS
AND (III) GRANTING RELATED RELIEF**

Phoenix Services Topco, LLC and its affiliated debtors in the above-captioned chapter 11 cases, as debtors and debtors in possession (collectively, the “**Debtors**”), respectfully represent in support of this motion (the “**Motion to Shorten**”):

Jurisdiction

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated as of February 29, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2), and the Debtors confirm their consent pursuant to Rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Phoenix Services Topco, LLC (4517); Phoenix Services Parent, LLC (8023); Phoenix Services Holdings Corp. (1330); Phoenix Services International LLC (6493); Metal Services LLC (8793); Terracentric Materials LLC (0673); Cool Springs LLC (8687); Metal Services Investment LLC (2924); and Phoenix Receivables, LLC (not applicable). The Debtors’ mailing address is 4 Radnor Corporate Center, Suite 520, 100 Matsonford Road, Radnor, Pennsylvania 19087.

Bankruptcy Court for the District of Delaware (the “**Local Rules**”) to the entry of a final order by the Court in connection with this Motion to Shorten to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution. Venue is proper in the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Background

2. Contemporaneously herewith, the Debtors filed the *Debtors’ Motion for Entry of an Order (I) Authorizing the Rejection of Certain Executory Contract with Latrobe Specialty Steel Company, (II) Authorizing the Sale of Non-Core Assets and (III) Granting Related Relief* [Docket No. 854] (the “**Rejection and Sale Motion**”).² By the Rejection and Sale Motion, the Debtors are seeking to reject a contract with LSSC (the “**Rejected Contract**”), the Debtors’ customer at the Latrobe Site, effective as of June 9, 2023 (the “**Rejection Date**”), and sell the Non-Core Assets to Carpenter Technology, who is the parent company of LSSC.

3. As noted in the Rejection and Sale Motion, the Debtors, after discussions with LSSC, have determined to exit their operations at the Latrobe Site on the Rejection Date. The relief sought in the Rejection and Sale Motion is necessary to facilitate that exit.

Relief Requested

4. By this Motion to Shorten, pursuant to section 105(a) of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 9006(c)(1) of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Local Rules 9006-1(c) and (e), the Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit A** (the “**Proposed Order**”), shortening the notice and objection periods with respect to the Rejection

² Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Rejection and Sale Motion.

and Sale Motion so that (a) the hearing on the Rejection and Sale Motion is scheduled on June 9, 2023, at a time convenient to the Court (the “**Hearing**”), and (b) the deadline to file objections to the Rejection and Sale Motion is set for one (1) hour prior to the Hearing.

Basis for Relief

5. Local Rule 9006-1(c)(i) provides that, unless the Bankruptcy Rules or the Local Rules state otherwise, “. . . all motion papers shall be filed and served in accordance with Local Rule 2002-1(b) at least fourteen (14) days prior to the hearing date.” Bankruptcy Rule 2002(a)(2) requires twenty-one (21) days’ notice be provided for “a proposed use, sale, or lease of property of the estate other than in the ordinary course of business” Fed. R. Bankr. P. 2002(a)(2). Local Rule 9006-1(e) provides in relevant part that “no motion will be scheduled on less notice than required by these Local Rules or the Fed. R. Bankr. P. except by Order of the Court, on written motion . . . specifying the exigencies justifying shortened notice.” Del. Bankr. L.R. 9006-1(e); *see also* Fed. R. Bankr. P. 9006(c)(1) (“[T]he court for cause shown may in its discretion with or without motion or notice order the period reduced.”). Local Rule 9006-1(c)(ii) requires that “the deadline for objection(s) shall be no later than seven (7) days before the hearing date.” Del. Bank. L.R. 9006-1(c)(ii).

6. The Debtors submit that good cause exists to expedite consideration of the Rejection and Sale Motion. As noted above and in the Rejection and Sale Motion, the Debtors, after discussions with LSSC, have determined to exit the Latrobe Site on June 9, 2023. In order to ensure a smooth transition and exit from the site, it is critical that both the rejection of the Rejected Contract and the sale of Non-Core Assets occur as of such date. Further, no party in interest will be prejudiced if the Motion to Shorten is granted because LSSC, the only party directly affected by the relief sought in the Rejection and Sale Motion, has consented to such

relief. Moreover, the Debtors' debtor-in-possession lenders support the relief requested and as noted below, the Official Committee of Unsecured Creditors (the "**Creditors' Committee**") does not oppose the relief requested.

7. Accordingly, the Debtors respectfully submit that considering the Rejection and Sale Motion on shortened notice as set forth herein is reasonable and appropriate under the circumstances.

Compliance with Local Rule 9006-1(e)

8. Prior to filing this Motion to Shorten, and pursuant to Local Rule 9006-1(e), counsel to the Debtors notified the Office of the United States Trustee for the District of Delaware (the "**U.S. Trustee**") and counsel to Creditors' Committee of the relief requested herein. Counsel to the Creditors' Committee informed the Debtors that it does not object to the relief requested herein. The U.S. Trustee likewise informed the Debtors that it would not oppose the relief requested herein if the Debtors represented that none of the Debtors' property at the Latrobe Site was leased by third parties. The undersigned, based on discussions with the Debtors' management, understands that all of the Debtors' property at the Latrobe Site is owned by the Debtors. Accordingly, based on that representation, the U.S. Trustee does not oppose the relief requested herein.

Notice

9. Notice of this Motion to Shorten will be provided to the same parties that received service of the Rejection and Sale Motion. The Debtors respectfully submit that no further notice is required.

No Previous Request

10. No previous request for the relief sought herein has been made by the Debtors to this or any other court.

WHEREFORE the Debtors respectfully request entry of the Proposed Order granting the relief requested herein and such other and further relief as the Court may deem just and appropriate.

Dated: June 5, 2023
Wilmington, Delaware

/s/ Matthew P. Milana

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